

**Memorandum of Association**

**of**

**STYRENIX PERFORMANCE MATERIALS  
LIMITED**



GOVERNMENT OF INDIA

MINISTRY OF CORPORATE AFFAIRS

Registrar of Companies, Ahmedabad

RoC Bhavan , Opp Rupal Park Society , Behind Ankur Bus Stop , Naranpura Ahmedabad - 380013, Gujarat, INDIA

**Certificate of Incorporation pursuant to change of name  
[Pursuant to rule 29 of the Companies (Incorporation) Rules, 2014]**

Corporate Identification Number (CIN): : L25200GJ1973PLC002436

I hereby certify that the name of the company has been changed from STYROLUTION ABS (INDIA) LIMITED to INEOS STYROLUTION INDIA LIMITED with effect from the date of this certificate and that the company is limited by shares.

Company was originally incorporated with the name STYROLUTION ABS (INDIA) LIMITED

Given under my hand at Ahmedabad this Eighteenth day of March Two Thousand Sixteen.

Signature valid

Digitally signed by Ministry  
of Corporate Affairs - Govt  
of India  
Date: 2016.03.18 12:52:53  
GMT+05:30

Rathod Kamleshkumar Gangjibhai  
Deputy Registrar of Companies  
Registrar of Companies  
Ahmedabad

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Mailing Address as per record available in Registrar of Companies office:

INEOS STYROLUTION INDIA LIMITED  
6TH FLOOR ABS TOWERS OLDPADRA ROAD, VADODARA - 390007,  
Gujarat, INDIA

भारत सरकार-कॉर्पोरेट कार्य मंत्रालय  
कम्पनी रजिस्ट्रार कार्यालय, गुजरात, दादरा एवं नगर हवेली

नाम परिवर्तन के पश्चात नया निगमन प्रमाण-पत्र

कॉर्पोरेट पहचान संख्या : L25200GJ1973PLC002436

मैसर्स INEOS ABS (INDIA) LIMITED

के मामले में, मैं एतद्वारा सत्यापित करता हूँ कि मैसर्स  
INEOS ABS (INDIA) LIMITED

जो मूल रूप में दिनांक सात दिसम्बर उन्नीस सौ तिहत्तर को कम्पनी अधिनियम, 1956 (1956 का 1) के अंतर्गत मैसर्स  
STYROLUTION ABS (INDIA) LIMITED

के रूप में निगमित की गई थी, ने कम्पनी अधिनियम, 1956 की धारा 21 की शर्तों के अनुसार विधिवत आवश्यक विनिश्चय पारित करके तथा  
लिखित रूप में यह सूचित करके की उसे भारत का अनुमोदन, कम्पनी अधिनियम, 1956 की धारा 21 के साथ पठित, भारत सरकार, कम्पनी कार्य  
विभाग, नई दिल्ली की अधिसूचना सं. सा. का. नि. 507 अ दिनांक एस्.आर.एन्. दिनांक 01/05/2012 के द्वारा  
प्राप्त हो गया है, उक्त कम्पनी का नाम आज परिवर्तित (रूप) में मैसर्स 24.6.1985 B37622156  
STYROLUTION ABS (INDIA) LIMITED

हो गया है और यह प्रमाण-पत्र, कथित अधिनियम की धारा 23(1) के अनुसरण में जारी किया जाता है।

यह प्रमाण-पत्र अहमदाबाद में आज दिनांक एक मई दो हजार बारह को जारी किया जाता है।

GOVERNMENT OF INDIA - MINISTRY OF CORPORATE AFFAIRS  
Registrar of Companies, Gujarat, Dadra and Nagar Havelli

Fresh Certificate of Incorporation Consequent upon Change of Name

Corporate Identity Number : L25200GJ1973PLC002436

In the matter of M/s INEOS ABS (INDIA) LIMITED

I hereby certify that INEOS ABS (INDIA) LIMITED which was originally incorporated on Seventh day of December  
Nineteen Hundred Seventy Three under the Companies Act, 1956 (No. 1 of 1956) as STYROLUTION ABS (INDIA)  
LIMITED having duly passed the necessary resolution in terms of Section 21 of the Companies Act, 1956 and the  
approval of the Central Government signified in writing having been accorded thereto under Section 21 of the  
Companies Act, 1956, read with Government of India, Department of Company Affairs, New Delhi, Notification No.  
G.S.R 507 (E) dated 24/06/1985 vide SRN B37622156 dated 01/05/2012 the name of the said company is this day  
changed to STYROLUTION ABS (INDIA) LIMITED and this Certificate is issued pursuant to Section 23(1) of the  
said Act.

Given at Ahmedabad this First day of May Two Thousand Twelve.

Signature valid  
Digitally signed by M/s  
Shyam Kumar  
Date: 2012.05.01 20:37:53  
GMT+05:30

Registrar of Companies, Gujarat, Dadra and Nagar Havelli

कम्पनी रजिस्ट्रार, गुजरात, दादरा एवं नगर हवेली

\*Note: The corresponding form has been approved by VILAS SAMBHAJI HAJARE, Assistant Registrar of Companies and this certificate  
has been digitally signed by the Registrar through a system generated digital signature under rule 5(2) of the Companies (Electronic  
Filing and Authentication of Documents) Rules, 2006.

The digitally signed certificate can be verified at the Ministry website (www.mca.gov.in).

कम्पनी रजिस्ट्रार के कार्यालय अभिलेख में उपलब्ध पत्राचार का पता :

Mailing Address as per record available in Registrar of Companies office:

STYROLUTION ABS (INDIA) LIMITED  
6TH FLOOR ABS TOWERS OLDPADRA ROAD, VADODARA - 390007,  
Gujarat, INDIA



भारत सरकार-कॉर्पोरेट कार्य मंत्रालय  
कम्पनी रजिस्ट्रार कार्यालय, गुजरात, दादरा एवं नगर हवेली

नाम परिवर्तन के पश्चात नया निगमन प्रमाण-पत्र

कॉर्पोरेट पहचान संख्या : L25200GJ1973PLC002436

मैसर्स LANXESS ABS LIMITED

के मामले में, मैं एतद्वारा सत्यापित करता हूँ कि मैसर्स  
LANXESS ABS LIMITED

जो मूल रूप में दिनांक सात दिसम्बर उन्नीस सौ तिहत्तर को कम्पनी अधिनियम, 1956 (1956 का 1) के अंतर्गत मैसर्स  
ABS PLASTICS LIMITED

के रूप में निगमित की गई थी, ने कम्पनी अधिनियम, 1956 की धारा 21 की शर्तों के अनुसार विधिवत आवश्यक विनिश्चय पारित करके तथा  
लिखित रूप में यह सूचित करके की उसे भारत का अनुमोदन. कम्पनी अधिनियम, 1956 की धारा 21 के साथ पठित, भारत सरकार, कम्पनी कार्य  
विभाग, नई दिल्ली की अधिसूचना सं. सा. का. नि 507 (अ) दिनांक 24.6.1985 एस्. आर. एन. A38864187 दिनांक 17/06/2008 के द्वारा  
प्राप्त हो गया है. उक्त कम्पनी का नाम आज परिवर्तित रूप में मैसर्स  
INEOS ABS (INDIA) LIMITED

हो गया है और यह प्रमाण-पत्र, कथित अधिनियम की धारा 23(1) के अनुसरण में जारी किया जाता है।

यह प्रमाण-पत्र, मेरे हस्ताक्षर द्वारा अहमदाबाद में आज दिनांक सत्राह जून दो हजार आठ को जारी किया जाता है।

GOVERNMENT OF INDIA - MINISTRY OF CORPORATE AFFAIRS  
Registrar of Companies, Gujarat, Dadra and Nagar Havelli

Fresh Certificate of Incorporation Consequent upon Change of Name

Corporate Identity Number : L25200GJ1973PLC002436

In the matter of M/s LANXESS ABS LIMITED

I hereby certify that LANXESS ABS LIMITED which was originally incorporated on Seventh day of December  
Nineteen Hundred Seventy Three under the Companies Act, 1956 (No. 1 of 1956) as ABS PLASTICS LIMITED  
having duly passed the necessary resolution in terms of Section 21 of the Companies Act, 1956 and the approval of  
the Central Government signified in writing having been accorded thereto under Section 21 of the Companies Act,  
1956, read with Government of India, Department of Company Affairs, New Delhi, Notification No. G.S.R 507 (E)  
dated 24/06/1985 vide SRN A38864187 dated 17/06/2008 the name of the said company is this day changed to  
INEOS ABS (INDIA) LIMITED and this Certificate is issued pursuant to Section 23(1) of the said Act.

Given under my hand at Ahmedabad this Seventeenth day of June Two Thousand Eight.



  
(PREMLAL BHANJURAM MALIK)

सहायक कम्पनी रजिस्ट्रार / Assistant Registrar of Companies

गुजरात, दादरा एवं नगर हवेली  
Gujarat, Dadra and Nagar Havelli

कम्पनी रजिस्ट्रार के कार्यालय अभिलेख में उपलब्ध पत्राचार का पता :

Mailing Address as per record available in Registrar of Companies office:

INEOS ABS (INDIA) LIMITED  
6TH FLOOR ABS TOWERS OLDPADRA ROAD, VADODARA - 390007,  
Gujarat, INDIA

**CO.NO.04-2436**

**Fresh Certificate of Incorporation on  
CHANGE OF NAME**

**IN THE OFFICE OF  
THE REGISTRAR OF COMPANIES  
GUJARAT, DADRA AND NAGAR HAVELI**

**Under the Companies Act, 1956 ( 1 Of 1956) )**

In the Matter of

**BAYER ABS LIMITED**

I certify that

**BAYER ABS LIMITED**

which was originally incorporated on 07.12.1973 under the Companies Act, 1956 and under the name

**ABS. PLASTICS LIMITED**

having duly passed the necessary resolution in terms of section 21 of the Companies Act, 1956 on 28.04.2005 and the approval of the Central Government signifies in writing having been accorded there to by the Registrar of Companies, Gujarat vide his letter dated 29.04.2005 in terms of Government of India, Ministry of Law, Justice & Company Affairs, ( Department of Company Affairs ) Notification No GSR 507 (E) dated 24/06/1985 the name of the said company is this day changed to


**LANXESS ABS LIMITED**

And this certificate is issued pursuant to section 23 (1) of the said Act.

Given under my hand at Ahmedabad.

Dated this 29TH APRIL 2005.



  
**(B.N. HARISH)  
REGISTRAR OF COMPANIES,  
GUJARAT.**

Co. No. 04 - 2436

Fresh Certificate of Incorporation Consequent on

**CHANGE OF NAME**

**In the Office of  
THE REGISTRAR OF COMPANIES  
GUJARAT,  
DADAR AND NAGAR HAVELI.**

Under the Companies Act. 1956 (1 to 1956)

In the Matter of

A.B.S. INDUSTRIES LTD.

I hereby certify that

A.B.S. INDUSTRIES LTD.

Which was originally incorporated on 07/12/1973 Under the Companies Act. 1956 and under the name

ABS. PLASTICS LIMITED

having only passed the necessary resolution in terms of Section 21/31/44 of the Companies Act. 1956. on 30/10/1996 and the approval of the Central Government Signifies in writing having been accorded thereto by the Registrar of Companies, Gujarat. vide his letter dated 01/07/1997 in terms of Government of India. Ministry of Law, Justice, & Company Affairs. (Department of Company Affairs) Notification No. GSR 507 (E) dated 24-06-1985 the name of the said company is this day changed to


BAYER ABS LIMITED

and this certificate is issued pursuant to section 23 (1) of the said Act.

Given under my hand at Ahmedabad.

Dated this 01/07/1997



  
(U. C. Nahta)  
Registrar of Companies, Gujarat  
Dadra & Nagar Haveli



Co. No. 04- 2436

# Fresh Certificate of Incorporation Consequent On CHANGE OF NAME

IN THE OFFICE OF THE REGISTRAR OF COMPANIES, GUJARAT  
[ Under The Companies Act, 1956 (1 of 1956) ]

IN THE MATTER OF :-

ABS PLASTICS LTD.

I hereby certify that :-

ABS PLASTICS LTD.

which was originally incorporated on 7-12-1973 under  
The Companies Act, 1956 and under the name :-

ABS PLASTICS LTD.

having duly passed the necessary Resolution in terms of Section  
21/31/44 of The Companies Act, 1956 and the approval of the  
Central Government signified in writing having been accorded  
thereto in The Ministry of Law, Justice & Company Affairs, Department  
of Company Affairs, (Company Law Board) on \_\_\_\_\_

Vide letter No. : 2436 dated -- 6 -- 8 -- 1992

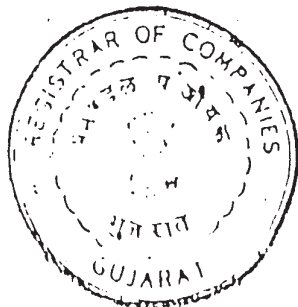
the name of the said Company is this day CHANGED TO :

ABS INDUSTRIES LIMITED.

and this Certificate is issued pursuant to Sec. 23(1) of the said Act.

Given under my hand at AHMEDABAD this 6<sup>th</sup> AUGUST 1992

One Thousand Nine Hundred Ninety TWO



S. K. RAY  
(S. K. RAY)  
ASST. REGISTRAR OF COMPANIES  
GUJARAT  
DADRA & NAGAR HAVELI



# Certificate of Incorporation

No. 2436, 1973-74

I hereby certify that **ABS PLASTICS LIMITED**

is this day incorporated under Companies ACT 1956  
(No. 1 of 1956) and that the Company is Limited.

Given under my hand at AHMEDABAD this  
SEVENTH day of DECEMBER One thousand nine  
hundred and SEVENTY THREE



The Registrar of Companies  
Gujarat.

S/d-  
( J. G. GATHA )  
Registrar of Companies,  
GUJARAT



**Memorandum of Association**  
**of**  
**Styrenix Performance Materials Limited\***

- I. The name of the Company is “Styrenix Performance Materials Limited”\*.
- II. The Registered Office of the Company is situated in the state of Gujarat.
- III. The objects for which the Company is established are:

**A. THE OBJECTS TO BE PURSUED BY THE COMPANY ON ITS INCORPORATION ARE\*\*:**

1. To promote, to carry on the business of manufacturers and processors of plastic or rubber goods including the business of resins and moulding compounds such as ABS, SAN, Acrylonitrile, Butadiene, Styrene, Methyl Styrene, Methyl Methacrylate, Acetal copolymer, Acetal Homopolymer, Acrylic, Alkyd, Allyl, Amino, Cellulosic, Chlorinated Polyether, Epoxy, Fluoroplastics, Furan, Lonoer, Nylon, Parylene, Phenolic, Phenylene oxide, Polyllomer, Copolymer, Polyaryl ether, Polybutadiene, Poly carbonate, Polyester, Polyethylene, Polyamide, Polymethalentine, Polyphenylene Sulfide, Polypropylene, Polystyrene, Polysulfone, Polyurethane, Polyvinyls, Silicon, Formed plastics all kinds, Reinforced Plastics and composites, Plastic films, Sheetings and laminates, chemicals, additives, fillers and reinforcement and all other plastic materials of all kinds that may be in existence or may be developed in future.
2. To carry on the business of metal galvanisers, annealers, electroplaters and all metal coatings by any process now in existence or which may be developed in future including coating of chemicals, plastics, metals, textiles, rubber and any other material and to carry on the business of buffing, polishing, finishing of metal coated plastic parts of all kinds.
3. (a) To design, develop, engineer, import, export, buy, sell and otherwise deal in, licence, grant any rights in, fabricate, hire out, lease, technical knowhow, plant machinery and equipment relating to manufacture, processing, storing or transport of all kinds of plastics and resins, whether processed or not and their by-products.  
  
(b) To promote, develop, establish, execute, operate and otherwise carry on projects schemes, business activities, which in the opinion of the Company, is likely to:
  - i. accelerate and increase production.
  - ii. help the growth and diffusion of technical knowhow, which will lead to the increase of either quantitative or qualitative or both, production of plastic and plastic products.

*\*Vide special resolution passed through postal ballot on December 31, 2022, approval of the members was accorded to change the name of the Company from 'INEOS Styrolution India Limited' to 'STYRENIX PERFORMANCE MATERIALS LIMITED'.*

*\*\*Approved vide special resolution passed by the members through postal ballot on December 31, 2022, in place of the then existing Memorandum of Association.*

4. To carry on the business of manufacturers and processors of Rayon, Polyamide, Polyester or any other types of manmade fibres silk, wool, cotton, or any other types of natural fibres; films and plastics or, in general, of any fibres, filaments, yarns and fabrics (whether textile, falted, looped or otherwise) manufactured and/or processed from any base whether organic or inorganic or compounds or mixtures thereof, by physical, chemical or any other process or treatment now prevalent or as may be devised in future, and of spinning, blending, combing, weaving, knitting, bleaching, processing, dyeing, printing, making or otherwise turning to account any other fabrics or finished articles thereof and manufacturing the chemicals, dyestuffs, equipments, washing, bleaching and dyeing materials, raw materials, packing materials, and other requisites needed for all or any of the above purposes and of the by-products which can be conveniently produced therefrom and to buy, sell, import, export, distribute, trade, stock, barter, or otherwise deal in such things.

**B. MATTERS WHICH ARE NECESSARY FOR FURTHERANCE OF THE OBJECTS SPECIFIED IN CLAUSE III ARE:\*\***

1. To enter into contracts, agreements and arrangement with any other company, firm or person for the carrying out by such other company, firm or person on behalf of the company of the objects for which the Company is formed.
2. To carry on business as importers, exporters, buyers and sellers of and merchants and dealers in and manufactures of merchandise, goods, materials and machinery of all kinds, spare parts, accessories and equipments in connection with the above objects of the Company.
3. To carry on any other business (whether manufacturing or otherwise), which can, in the opinion of the Board of Directors of the Company, is capable of being advantageously or conveniently carried on by the Company's objects or which it may be advisable to undertake with a view to developing, rendering valuable, prospecting or turning to account, any property real to personal, belonging to the Company, or in which the Company may be interested.
4. To manufacture, buy, sell, exchange, alter, improve, manipulate, prepare for market and otherwise deal in all kinds of plant, machinery, apparatus, tools utensils receptacles, substances, materials, articles and things necessary or convenient for carrying on any of the businesses or processes of the Company usually dealt in by persons engaged in the like business or processes.
5. To buy, sell, manufacture, refine, manipulate, import, export and deal in substances, apparatus and things capable of being used in any business of the Company or required by any customers or persons having dealing with the Company.
6. To repair, alter, remodel, clean, renovate, convert, manipulate and prepare for resale and resell goods from time to time belonging to the Company.

*\*\*Approved vide special resolution passed by the members through postal ballot on December 31, 2022, in place of the then existing Memorandum of Association.*

7. To employ experts to investigate and examine into the condition, prospects, value, character and circumstances of any business concerns and undertaking and generally of any assets, property or rights.
8. To carry any business or branch of a business which this Company is authorised to carry on by means, or through the agency of, any subsidiary company or companies, and to enter into any arrangement with such subsidiary company for taking the profits and bearing the losses of any business or branch so carried on, or for financing any such subsidiary company or guaranteeing its liabilities or to make any other arrangement which may seem desirable with reference to any business or branch so carried on including power at any time and either temporarily or permanently to close any such branch or business.
9. To appoint Directors or Managers of any subsidiary company or of any company in which this Company is or may be interested.
10. For the purpose mentioned in the preceding clause, to appoint and remunerate any Directors, trustees, accountants or other experts or agents.
11. To act as agents and bookers for sellers, buyers, exporters, importers, manufacturers, merchants, tradesman, insurers and others and generally to undertake and carry out agency work and commissioner's business.
12. To purchase, take on lease or in exchange, hire or otherwise acquire any immovable or movable property and any rights or privileges which the Company may think necessary or convenient for the purpose of its business and in particular any land, building, easements, machinery, plant and stock-in-trade, and either to retain any property to be acquired for the purposes of the Company's business or to turn the same to account as may seem expedient.
13. To construct, improve, maintain, develop, work, manage, operate, carry out or control any building, factories or works, or any roads, ways, tramways, railways branches or sidings, bridges, walls, reservoirs, water courses, wharves, warehouses, electric workshops, stores, chawls and other buildings, for house work people and others, or other works and conveniences which may seem calculated directly or indirectly to advance the Company's interests and to contribute to, subsidise or otherwise assist or take part in the construction, improvement, maintenance, development, working, management, carrying out or control thereof.
14. To let on lease or on hire purchase system or to lend or otherwise dispose off any property belonging to the Company, and to finance the purchase of any article or articles, whether made by the Company or not, by way of loans or by the purchase of any such articles or article, and the letting thereof on the hire purchase system or otherwise howsoever.
15. To sell, lease, grant licenses, easements and other rights over in any other manner deal with or dispose off the undertaking, property, assets, rights and effects of the Company or any part thereof, for such consideration as the Company may think fit and it particular for shares, debentures of securities of any other Company.

16. To acquire and undertake the whole or any part of the business, property and liabilities of any person, firm or company carrying on or proposing to carry on any business which the Company is authorised to carry on, or possessed of property suitable for the purpose of this Company, or which can be carried on in conjunction therewith or which is capable of being conducted so as directly or indirectly to benefit the Company.
17. To amalgamate, enter into any partnership or partially amalgamate with or acquire interest in the business or any other company, person or firm carrying on or engaged in, or about to carry on or engage in any business or transaction included in the objects of the Company, or enter into any arrangement for sharing profits, or for co-operation, or for limiting competition or for mutual assistance with any such person, firm or company, or to acquire carry on any other business (whether manufacturing or otherwise) auxiliary to the business of the Company or connected therewith or which may seem to the Company capable to being conveniently carried on in connection with the above, or calculating directly or indirectly to enhance the value of or render more profitable any of the Company's property, and to give or accept by way of consideration for any of the acts or things aforesaid or property acquired, any shares, debentures, debenture-stock or securities that may be agreed upon, and to hold and retain, or sell, mortgage and deal with any shares, debenture stock or securities so received.
18. To enter into any partnership or into any arrangement for sharing profits or losses, or for union of interest, joint adventure, reciprocal concession or co-operation with any person or persons, company or companies carrying on or engaged in or about to carry on, or engage in or being authorised to carry on or engage in, any business or transaction which this Company is authorised to carry on or engage in, or in any business or transaction capable of being conducted so as to directly or indirectly to benefit this Company.
19. To underwrite, acquire, take up and hold shares, stocks, debentures, debenture-stock, bonds obligations and securities issued or guaranteed by any company constituted or carrying on business in India or in any foreign country and debentures, debenture-stock, bonds, obligations and securities issued or guaranteed by any Government, Sovereign Ruler, Commissioner, Public Body, or Authority, Supreme, Municipal, Local or otherwise whether in India or any foreign country in connection with the business which the Company is authorised to carry on and to subscribe for the same, either conditionally or otherwise, and to guarantee the subscription thereof and to exercise and enforce all rights and powers conferred by or incidental to the ownership thereof.
20. To establish or promote or concur in establishing or promoting the company or companies for the purpose of acquiring all or any of the property, rights and liabilities of the Company or for any other purpose which may seem directly or indirectly calculated to benefit the Company to place or guarantee the placing of underwrite, subscribe, for or otherwise, acquire all or any part of the shares debentures or other securities of any such other company.
21. To enter into any arrangement with any Government or authority, supreme, municipal, local or otherwise, or any person or company that may seem conducive to the Company's objects or any of them and to obtain from any such Government, Authority, Person or Company, rights, privileges, charters, contracts, licenses and concessions which the Company may think fit desirable and to carry out, exercise and comply therewith.

22. To apply for promote and obtain any Act, charter, privilege, concession, license authorisation, if any, of Government or Municipality Provisional order or license of any authority for enabling the Company to carry any of its objects into effect, or for extending any of the powers of the Company, or for effecting any modification of the Company's constitution, or for any other purpose which may seem expedient and to oppose any proceedings or applications which may seem calculated, directly or indirectly to prejudice the Company's interest.
23. To apply for purchase or otherwise acquire, and protect, and renew in any part of the world know-how, any patents, patent rights, brevets, invention, trademarks, designs, licenses, concessions and the like conferring any exclusive or non-exclusive or limited or right to their use, or any secret or their information as to any invention which may seem capable of being used for any of the purposes of the Company or the acquisition of which may seem calculated, directly or indirectly to benefit the Company, and to use exercise, develop or grant licenses in respect of or otherwise turn to account the property, rights, or information so acquired, and to expand money in experimenting upon, testing or improving any such patents, inventions or rights.
24. To establish, provide, maintain any conduct, or otherwise subsidise research laboratories and experimental workshop or scientific and technical research, experiments, and to undertake and carry on with all scientific and technical researches, experiments, and tests of all kinds and to promote studies and research, both scientific and technical, investigations and invention by providing, subsidising and owing or assisting laboratories, workshops, libraries, lectures, meeting and conferences and by providing for the remuneration of scientific or technical professors or teachers and by providing for the encourage, promote and reward studies, researches, investigations, experiments, tests and inventions of any kind that may be considered likely to assist any of the business which the Company is authorised to carry on.
25. To make donations to such persons or institutions and in such cases and either of cash or any other assets as may be thought directly or indirectly conducive to any of the Company's objects or otherwise expedient and in particular to remunerate any person or corporation introducing business to this Company and also to subscribe, contribute, or otherwise assist or guarantee money for charitable, scientific, religious or benevolent, national, public, cultural educational or other institutions, objects or for any exhibition or for any public, general or other objects and to establish and support or aid in the establishment and support of associations, institutions, funds, trusts and convenience for the benefit of the employees or ex-employees (including Directors) of the Company or its predecessors in business or of persons having dealings with the Company or the dependents, relatives or connection of such persons and in particular friendly or other benefit societies and to grant pensions, allowances, gratuities and bonuses either by way of annual payments or lump sum and to make payments towards insurance and to for and contribute to provident benefit funds and other welfare funds of or for such persons.
26. To refer or agree to refer any claim, demand, dispute or any other question by or against the Company, or in which the Company is interested or concerned, and whether between the Company and the member or members or his or their representatives, or between the Company and third parties, to arbitration in India or at any place outside India, and perform and to do all acts, deeds, matters and things to carry out or enforce the awards.

27. To pay out of the funds of the Company all expenses which the Company may lawfully pay with respect to the promotion, formation and registration of the Company or the issue of its capital including brokerage and commission for obtaining applications for or taking, placing or underwriting or procuring the underwriting of shares, debentures or other securities of the Company.
28. To pay all preliminary expenses of any Company promoted by the Company in which the Company is or may contemplate being interested, including such preliminary expenses all or any part of the costs and expenses of owners of any business or property acquired by the Company.
29. To pay for any rights or property acquired by the Company and to remunerate any person or company for services rendered or to be rendered in placing of shares in the Company's Capital or any debentures, debenture-stock, or other securities of the Company or in or about the formation or promotion of the Company or the acquisition of property by the Company or the conduct of its business whether by cash payment or by the allotment of shares, debentures, or other securities of the Company, credited as paid up in full or in part or otherwise.
30. To adopt such means of making known the business of the Company as may seem expedient, and in particular by advertising in the press, by circulars, by purchase and exhibition of work of art or interest, by publication of books and periodicals, and by granting prizes, rewards and donations.
31. To lend and advance money or to give credit to such persons or Companies and on such terms as may seem expedient and in particular to customers and other having dealings with the Company and to guarantee the performance of any contract or obligation and the payment of money of or by any such persons or companies and generally to give guarantees and indemnities.
32. To invest and deal with the moneys of the Company in such manner as may from time to time be determined.
33. To receive money on deposit of loan, borrow or raise money in such manner as the Company will think fit, and in particular by the issue of debentures, or debentures stock (perpetual or otherwise), and to secure the repayment of any money borrowed, raised or owing by mortgage, charge or lien upon all or any of the property or assets of the Company (both present and future) including the uncalled capital and also by a similar mortgage, charge or lien to secure and guarantee the performance by the Company or any other person or company or any obligation undertaken by the Company or person or company as the case may be.
34. To undertake and execute and trusts the undertaking of which may seem to the Company desirable and either gratuitous or otherwise.
35. To draw, make, accept, endorse, discount, execute and issue bills of exchange, promissory notes, bills of lading, warrants, debentures and other negotiable or transferable instruments or securities.

36. To sell, improve, manage, develop, exchange, lease, mortgage, dispose of, turn to, account or otherwise deal with all or any part of the property and rights of the Company for the time being.
37. Subject to the provision of Section 123 of the Companies Act, 2013<sup>\*</sup>, to distribute among the members in specie the property of the Company, or any proceeds of sale or disposal of any property of the Company but so that no distribution amounting to a reduction of capital be made except with the sanction, if any, for the, time being required by law.
38. To insure the whole or any part of the property of the Company either fully or partially to protect and indemnify the Company from liability or loss in any respect either fully or partially and also to insure and to protect and indemnify the part or portion thereof either on mutual principles or otherwise.
39. To carry out in any part of the world all or any part of the Company's objects as principal agents, factory trustee, contractor, or otherwise, either alone or in conjunction with any other person, firm association, corporate body, municipality province, state, body politic or government or colony or dependency thereof.
40. To exercise all or any of its corporate powers, rights and privileges and to conduct its business in all or any of its branches in the Union of India and in any or all States, territories, possessions, colonies and dependencies (thereof and in any or full foreign countries) and for this purpose to have and maintain and to discontinue such number of offices and agencies therein as may be convenient.
41. To procure the Company to be registered or recognised in any part of the world.
42. To do all and everything necessary, suitable or proper for the accomplishment of any of the purposes or the attainment of any of the objects or the furtherance of any of the powers herein before set forth, either alone or in association with other corporate bodies, firms, or individuals and to do every other act or acts, thing or things incidental or appurtenant to or growing out of, connected with the aforesaid business or powers or any parts thereof provided the same be not inconsistent with the laws of the Union of India.
43. To insert in, carry out all or in part project relating to non-conventional energy resources singly or in combination with such entities resulting in efforts benefiting the Company's energy costs saving. (Approval at AGM on 30/12/94 and CLB Order dt. 5th June 1996).

**C. OTHER OBJECTS: DELETED\*\***

*\*\* Approved vide special resolution passed by the members through postal ballot on December 31, 2022, in place of the then existing Memorandum of Association.*

- IV. The liability of the members is limited.
- V. The Share Capital of the Company is Rs. 50,00,00,000 (Fifty Crores Only) divided into 5,00,00,000 (Five Crores Only) Equity Shares of Rs. 10/-.

Any shares of the original or increased capital may from time to time be issued with guarantee, or any rights, or preference whether in respect of dividend or repayment of capital, or both or any other special privileges or advantage over the shares previously issued or then about to be issued, or with deferred or qualified rights as compared with any shares previously issued, or subject to any provisions or conditions, and with any special right or limited right or, without any right of voting and generally on such terms as the Company may from time to time determine.

The rights of the holders of any class of shares, for the time being forming part of the capital of the Company, may be modified, affected, varied, extended or surrendered either with the consent in writing of the holders of three-fourths of the issued shares of the class or with the sanction of a special resolution passed at a separate meeting of the holders of those shares.



We, the several persons whose names and addresses are subscribed, are desirous of being formed into a company in pursuance of this Memorandum of Association and we respectively agree to take the number of shares in the capital of the Company set opposite our respective names: -

Name, Address and Occupations of Subscribers	Signature of Subscribers	No. of Equity Shares taken by each Subscriber	Name, Address, Occupation and Signature of Witness
1. Shive Bhaqwan Agrawal S/o. Durgaprasad Agrawal A3/6 Elite Apartments, Shahibaug Circuit House, Ahmedabad – 4 (Business)	Shive Bhaqwan	10 (Ten)	Kanayalal Makhija S/o Garibdas Makhija Bunglow No. 19, Kuber Nagar Bunglow Area, Kuber Nagar, Ahmedabad. (Service)
2. Kishor Kumar Agrawal S/o Shive Bhagvan Agrawal A3/6 Elite Apartments, Shahibaug Circuit House, Ahmedabad – 4 (Business)	Agrawal Kishor	10 (Ten)	
3. Shrikishan Agrawal S/o Lekhram Agrawal 3 – Subhashnagar, Shahibaug, Ahmedabad – 4 (Business)	Shrikishan	10 (Ten)	
4. Norangrai S/o Nainsukhdas Bombay Market, Ahmedabad – 2 (Business)	Norangrai	10 (Ten)	
5. Padamchand Agrawal S/o Lekhram Agrawal Bombay Market, Ahmedabad – 4 (Business)	Padamachand	10 (Ten)	
6. Bhimraj Agrawal S/o Lekhram Agrawal 3, Subhashnagar, Shahibaug, Ahmedabad – 4 (Business)	Agrawal Bhimraj	10 (Ten)	
7. Janardhan Agrawal S/o Lakhmichand Agrawal Bombay Market, Ahmedabad – 2 (Business)	Janardhan	10 (Ten)	

Dated 29<sup>th</sup> day of November 1973

We, the several persons whose names and addresses are subscribed, are desirous of being formed into a company in pursuance of this Memorandum of Association and we respectively agree to take the number of shares in the capital of the Company set opposite our respective names :-

Names, Addresses and Occupations of Subscribers	Signatures of Subscribers	No. of Equity shares taken by each Subscriber	Name, Address, occupation and Signature of witness.
1. Shive Bhagwan Agarwal S/o Suraj Prasad Agarwal A3/6 Elite Apartment Shahibag. circuit House Ahmedabad - Business	Shive Bhagwan	10 (Ten)	<p><i>Garibdas Malji's</i>  <i>Garibdas Malji's</i>            Bunglow No. 19, Kulkarnagar Bunglow Area,            Kulkarnagar, Ahmedabad - Service</p>
2. Dishore Kumar Agarwal s/o Shive Bhagwan Agarwal A3/6 Elite Apartments Shahibag circuit house Ahmedabad-4 Student	<del>Agarwal</del> Dishore	10 (Ten)	
3. Sincisha Agarwal S/o Lekh- Ram 3/ Subashnagar Shahi- bag Ahmedabad-4 Business	Sincisha	10 (Ten)	
4. Norangrao Vainsulechdas Bombay Market Ahmedabad 2 Business	Norangrao	10 (Ten)	
5. Padamchand Agarwal S/o Lekh Ram Agarwal Bombay market Ahmedabad Business	Padamchand	10 (Ten)	
6. Bhimantij Agarwal s/o Lekhram Agarwal 3/ Subashnagar Shahibag. Ahmedabad-4 Business	Agarwal Bhimantij	10 (Ten)	
7. Janardhan Agarwal s/o. Rajkumarchand Agarwal Bombay Market - Ahmedabad 2 Business.	Janardhan	10 (Ten)	

Dated the 29 day of November 1973